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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES

PURSUANT TO REGULATION D,

SECTION 4(6), AND/OR

MAR 2 3 2007UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL
OMB Number: 3235-0076
Expires: April 30,2008
Estimated average burden
hours per response.....16.00

SEC USE ONLY

_ check if this is an amendment and name has changed, and indicate change.) Flexible Premium Variable Universal Group Life Insurance Policy-PPL1361 Filing Under (Check b ox(es) that apply): Rule 504 Rule 505 Section 4(6) Type of Filing: New Filing Amendment A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Nationwide Private Placement Variable Account Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) One Nationwide Plaza, Columbus, OH 43215 (614) 249-7111 Address of Principal Business Operations (Number and Street, City, State, Zip Telephone Number (Including Area Code) Code) (if different from Executive Offices) Brief Description of Business Variable Insurance Products Type of Business Organization corporation limited partnership, already formed other (please specify) Insurance Company Separate Account business trust limited partnership, to be formed Year Actual or Estimated Date of Incorporation or Organization Month Year Actual [05] [98] Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [O] [H]

GENERAL INSTRUCTIONS:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a lederal notice. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Alutto, Joseph A. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Check Box(es) that Apply: Beneficial Owner Promoter Executive Officer Director __General and/or Managing Partner Full Name (Last name first, if individual) Brocksmith, Jr. James G. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Eckel, Keith W. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Check Box(es) that Apply: Promoter Beneficial Owner __Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Mille de Lombera, Martha J.

Business or Residence Address (Number and Street, City, State, Zip Code)

One Nationwide Plaza, Columbus, OH 43215

Check Box(es) that Apply:	Promoter Beneficial O	wner Executive Offic	cer Director	General and/or Managing Partner
Full Name (Last name first, if inc Jurgensen, W.G.	lividual)			
Business or Residence Address (I One Nationwide Plaza, Columbu		e, Zip Code)		
Check Box(es) that Apply:	Promoter Beneficial O	wner Executive Office	cer \(\sum \)Director	General and/or Managing Partner
Full Name (Last name first, if inc Marshall, Lydia M.	lividual)			
Business or Residence Address (I One Nationwide Plaza, Columbu		e, Zip Code)		<u> </u>
Check Box(es) that Apply:	Promoter Beneficial O	wner Executive Office	cer Director	General and/or Managing Partner
Full Name (Last name first, if inc McWhorter, Donald L.	lividual)	·		
Business or Residence Address (One Nationwide Plaza, Columbu		e, Zip Code)		
(Use	blank sheet, or copy and use	additional copies of this sh	neet, as necessary)	
	B. INFORMA	TION ABOUT OFFERING		
 What is the minimum in: Does the offering permit Enter the information recindirectly, any commissisales of securities in the or dealer registered with 	Answer also in Answer also in Answer also in vestment that will be accelt joint ownership of a single quested for each person when or similar remuneration offering. If a person to be the SEC and/or with a stans to be listed are associated	Appendix, Column 2, is pted from any individual le unit?	f filing under ULC 1? aid or given, directhasers in connectierson or agent of a gent of the broker or	DE. S100,000 S100,000 Yes No Sly or On with a broker dealer. If
	that broker or dealer only			
Campisi, James Business or Residence Address (Number and Street, City, Star	te, Zip Code)		
Name of Associated Broker or D				
Newport Group Securities States in Which Person Listed H. (Check "All States" or	as Solicited or Intends to Soli check individual States)			All States
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MT NE NV	NH NJ NM	NY NC	ND OH	OK OR PA
RI SC SD	TN TX UT	VT VA	WA WV	WI WY PR

Full Name (Last name first, if individual)														
Business or Residence Address (Number and Street, City, State, Zip Code)														
	Business or Residence Address (Number and Street, City, State, Zip Code) 3348 Peachtree Rd, Suite 1400, Atlanta GA 30236													
	Name of Associated Broker or Dealer													
	Vie Bell, Palmer & Cay													
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(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter .0. if the answer is .none. or .zero If the transaction is an exchange offering, check this box \int and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		
	of the securities offered for exchange and already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	s	S
	Equity	S	\$
	Common Preferred		
	Convertible Securities (including warrants)	\$	\$
	Other (Specify: Variable Life Insurance	\$ \$4,050,003	\$ \$2,250,003
	Policy)	34,030,003	\$2,230,003
	Total	\$4,050,003	\$2,250,003
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have		
	purchased securities in this offering and the aggregate dollar amounts of		
	their purchases. For offerings under Rule 504, indicate the number of		
	persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
		Number	Aggregate
		Investors	Dollar Amount
	Accredited Investors	1	Of Purchases \$2,250,003
	Non-accredited Investors.	•	\$2,230,003 \$
	Total (for filings under Rule 504 only)	1	\$2,250,003
	Answer also in Appendix, Column 4, if filing under ULOE.		,
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1.		
		Type of	Dollar Amount
	Type of Offering	Security	Sold
	Rule 505Regulation A		\$
	Rule 504		\$ \$
	Total		\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not know, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees	П	s
	Printing and Engraving Costs	H	S
	Legal Fecs	Ħ	s
	Accounting Fees	Ħ	S
	Engineering Fees	Ŭ	\$
	Sales Commissions (specify finder's fees separately)		\$197,775
	Other Expenses (identify)		S
	Total		S
	b. Enter the difference between the aggregate offering price given in		

	response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$3,852,228
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes show. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set fort in response to Part C – Question 4.b. above.	Payments to Officers, Directors, & Affiliates	- Payments to Others
	Salaries and fees Purchase of real estate	□\$ □\$	□s □s
	Purchase, rental or leasing and installation of machinery and equipment	s	s
	Construction or leasing of plant buildings and facilities	 \$	 s
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets	□\$	□s
	or securities of another issuer pursuant to a merger)	 \$	 \$
	Working capital		s
	Other (specify):	s	 \$
		s	□s
	Column Totals		S
	Total Payments Listed (column totals added)	□s	

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) Nationwide Private Placement

Variable Account

Name of Signer (Print or Type) April VanDervort april Van Dent

Title of Signer (Print or Type) Associate Vice President

Page 6 of 9

Date 3/21/07

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E. S	TATE SIGNATURE						
1.			62 presently subject to any of the uch rule?	Yes	No				
	See A	Appendix, Column	5, for state response.						
2.	~	•	kes to furnish to any state administra 500) at such times as required by sta	-	ich this notice is				
3.	-	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.							
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitle to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.								
	has read this notification by the undersigned duly au		itents to be true and has duly cause	ed this notice to be sig	ned on				
	int or Type) de Private Placement Account	Signature	VanDerrit	Date 3/21/0	7				
Name of Signer (Print or Type) April VanDervort		Title of Signer (Print or Type) Associate Vice President							

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				A	PPENDIX						
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	to nor	nded to sell n-accredited tors in State t B-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Ту	Type of investor and amount purchased in State (Part C-Item2)			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
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State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	1 (5			
	Intended to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)			Type of investor and amount purchased in State (Part C-Item2)					Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1) Yes No		
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Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215														

